

NORRAIL, INC.

SCHEDULE TO LEASE AGREEMENT
(EQUIPMENT)

NORRAIL, INC. — Lessor
308 12th Avenue South
Buffalo, MN 55313

19264-A
RECORDATION NO. _____ FILED 1495
MAR 1 1995 - 3 22 PM
INTERNATIONAL COMMERCE COMMISSION

LESSEE: **TENN LUTTRELL COMPANY**

LESSEE NO: **1020015**

SCHEDULE NO. **001**

EQUIPMENT

See Schedule "A" attached hereto and made a part hereof.

Lessor and Lessee agree that, with respect to all Equipment leased by Lessee pursuant to this Schedule No. 001, they will set forth their agreements relating to the amount and payment of rent and Stipulated Loss Values in a separate rent agreement dated as of January 13, 1995 (the "Rent Agreement") entered into contemporaneously with this Schedule. Accordingly, Lessor and Lessee hereby agree that the following terms shall be as defined in the Rent Agreement and shall be deemed incorporated by reference in this Schedule with the same force and effect as if set forth in full herein: Total Cost of Equipment, Initial Term of Lease, Rent Payment Due Date, Total Number of Rent Payments and Stipulated Loss Values. In addition, Lessor and Lessee agree that and other terms and conditions set forth in the Rent Agreement shall be deemed to be incorporated herein by referenced with the same force and effect as if set forth in full herein.

Rent Payments shall commence upon Lessee's acceptance of the Equipment and shall be made on each Rent Payment Due Date thereafter until the Total Number of Rent Payments has been made.

Lessor hereby leases to Lessee and Lessee hereby leases from Lessor the Equipment described above on the terms and conditions set forth above and pursuant to and subject to all terms and conditions of the Lease Agreement between Lessor and Lessee dated 1/13/95.

ACCEPTED

DATED AS OF: January 13, 1995

NORRAIL, INC.

TENN LUTTRELL COMPANY

(LESSOR)

(NAME OF LESSEE)

By [Signature]
(Signature)

By [Signature]
(Signature)

Title VICE PRESIDENT SALES

Title EXECUTIVE VICE PRESIDENT

And By _____
(Signature)

And By [Signature]
(Signature)

Title _____

Title SECRETARY

SCHEDULE "A"

This Schedule "A" is attached to and made a part of that **Schedule to Lease Agreement**, No. 1020015.001, dated the 13th day of January, 1995, between **TENN LUTTRELL COMPANY**, as Lessee and **NORRAIL, INC.**, as Lessor.

Equipment Location 457 Clinch Valley Road, Luttrell, TN 37779-9414

Vendor NorRail, Inc., 308 12th Avenue South, Buffalo, MN 55313

EQUIPMENT DESCRIPTION

QUANTITY **DESCRIPTION**

6 PRESSURE DIFFERENTIAL COVERED HOPPER CARS, 3900 CU. FT. CAPACITY

NRLX 99562
NRLX 99564
NRLX 99604
NRLX 99617
NRLX 99620
NRLX 99622

John Cardosa, Jr.

Please Initial

K

MTLR005.DOC

STATE OF

Ind

COUNTY OF

Union

On this 20th day of Jan, 1995, before me personally came **John Cardoso, Jr.** to me known, who, being by me duly sworn, did depose and say that he is the Executive Vice President of TENN LUTTRELL COMPANY, a Virginia corporation, and he acknowledged to me that he executed the foregoing document on behalf of said corporation by order of its Board of Directors and that such document was the free act and deed of said corporation.

Witness my hand and official seal.

Shirley D. Horton
Notary Public in and for said State

My commission expires:

5-13-97

STATE OF

Ind

COUNTY OF

Union

On this 20th day of Jan, 1995, before me personally came **Michael A. Niblett** to me known, who, being by me duly sworn, did depose and say that he is the Secretary of TENN LUTTRELL COMPANY, a Virginia corporation, and he acknowledged to me that he executed the foregoing document on behalf of said corporation by order of its Board of Directors and that such document was the free act and deed of said corporation.

Witness my hand and official seal.

Shirley D. Horton
Notary Public in and for said State

My commission expires:

5-13-97

STATE OF

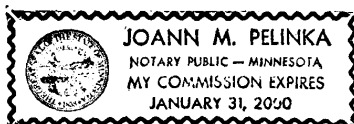
MINNESOTA

COUNTY OF

WRIGHT

On this 23RD day of Jan, 1995, before me personally came **Russell S. Adams**, to me known, who, being by me duly sworn, did depose and say that he/she is the V.P. Sales of NorRail, Inc., a Minnesota corporation, and he/she acknowledged to me that he/she executed the foregoing document on behalf of said corporation by order of its Board of Directors and that such document was the free act and deed of said corporation.

Witness my hand and official seal.



Joann M. Pelinka
Notary Public in and for said State

My commission expires:

1/31/00